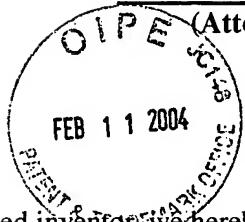


**DECLARATION AND POWER OF ATTORNEY**



(Attorney Docket No. 112.855.122US2)

As a below-named inventor, we hereby declare that:

Our residence, post office address and citizenship is as stated next to my name.

We believe that we are the original, first and joint inventors of the subject matter, which is claimed and for which a patent is sought on the invention entitled:

**PROSODIC MIMIC METHOD AND APPARATUS**

the specification of which (check only one):

is attached hereto.

was filed as United States Patent Application  
Serial No. 10/657,421  
on September 8, 2003  
and was amended  
on \_\_\_\_\_  
(if applicable)

was filed as PCT Patent Application  
Serial No. \_\_\_\_\_  
on \_\_\_\_\_  
and was amended under PCT Article 19  
on \_\_\_\_\_  
(if applicable)

We hereby state that we have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

We acknowledge the duty to disclose information which is material to the patentability of the claims of this application in accordance with Title 37, Code of Federal Regulations, Sections 1.56(a) and 1.56(b).

We hereby claim foreign priority benefits under Title 35, United States Code, §119(a)-(d) or 365(b) of any foreign application(s) for patent or inventor's certificate or of any PCT international application(s) designating at least one country other than the United States of America listed below and have also identified below any foreign application(s) for patent or inventor's certificate or any PCT international application(s) designating at least one country other than the United States of America filed by me on the same subject matter having a filing date before that of the application(s) of which priority is claimed:

**PRIOR FOREIGN/PCT APPLICATION(S) AND ANY PRIORITY CLAIMS  
UNDER 35 U.S.C. §119(a)-(d) or 365(b):**

| <b>COUNTRY<br/>(if PCT indicate<br/>PCT)</b> | <b>APPLICATION NUMBER</b> | <b>DATE OF FILING</b> | <b>PRIORITY CLAIMED<br/>UNDER 35 U.S.C. §119(a)-<br/>(b) or 365(b) (YES/NO)</b> |
|----------------------------------------------|---------------------------|-----------------------|---------------------------------------------------------------------------------|
|----------------------------------------------|---------------------------|-----------------------|---------------------------------------------------------------------------------|

We hereby claim the benefit under 35 U.S.C. §119(e) of any United States provisional patent application(s) listed below:

| <b>APPLICATION NUMBER</b> | <b>DATE OF FILING</b> | <b>STATUS: (PENDING OR<br/>ABANDONED)</b> |
|---------------------------|-----------------------|-------------------------------------------|
| 60/442,267                | January 24, 2003      | Pending                                   |

We hereby claim the benefit under Title 35, United States Code, § 120 or 365(c) of any United States application(s) or PCT international application(s) designating the United States of America that is/are listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in that/those prior application(s) in the manner provided by the first paragraph of Title 35, United States Code, § 112. We acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, § 1.56 which occurred between the filing date of the prior applications and the national or PCT international filing date of this application:

**PRIOR U.S. APPLICATION OR PCT INTERNATIONAL APPLICATION(S)  
DESIGNATING THE U.S. FOR BENEFIT UNDER 35 U.S.C. § 120 or 365(c):**

| <b>APPLICATION NUMBER</b> | <b>DATE OF FILING<br/>(day, month, year)</b> | <b>STATUS: (PATENTED, PENDING<br/>OR ABANDONED)</b> |
|---------------------------|----------------------------------------------|-----------------------------------------------------|
|---------------------------|----------------------------------------------|-----------------------------------------------------|

**POWER OF ATTORNEY:** As named inventors, we hereby appoint the following attorneys and/or agents to prosecute this application and transact all business in the Patent and Trademark Office connected therewith

**CUSTOMER NUMBER 23483**

The mailing address and telephone number of each of whom is HALE AND DORR LLP, 60 State Street, Boston, Massachusetts 02109 and (617) 526-6000, with full power of substitution and revocation to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

**Send Correspondence To**

**Eric L. Prahl  
Hale and Dorr LLP  
60 State Street  
Boston, MA 02109**

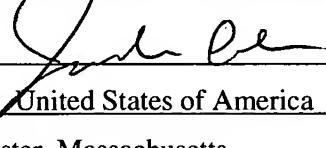
**Direct Telephone Calls To**

**Eric L. Prahl  
(617) 526-6043**

Wherefore we petition that letters patent be granted to us for the invention or discovery described and claimed in the attached specification and claims, and hereby subscribe my name to said specification and claims and to the foregoing declaration, power of attorney, and this petition.

We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

**Full name of first and joint inventor: Jordan Cohen**

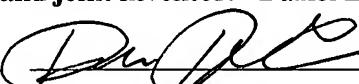
Inventor's signature  Date 22 Dec 03

Country of Citizenship: United States of America

Residence: Gloucester, Massachusetts

Post Office Address: 7 Radcliffe #4, Gloucester, Massachusetts 01930

**Full name of second and joint inventor: Daniel L. Roth**

Inventor's signature  Date \_\_\_\_\_

Country of Citizenship: United States of America

Residence: Boston, Massachusetts

Post Office Address: 20 Tileston Street #3M, Boston, MA 02113-1957

**Full name of third and joint inventor: Igor Zlokarnik**

Inventor's signature  Date 1/2/04

Country of Citizenship: Germany

Residence: Natick, Massachusetts 01760

Post Office Address: 24 Emerson Street, Natick, MA 01760

# ASSIGNMENT

# COPY

WHEREAS, we, **Jordan Cohen**, being a citizen of the United States of America, residing at 7 Rackliffe Street #4, Gloucester, Massachusetts 01930-4159; **Daniel L. Roth**, being a citizen of the United States of America, residing at 20 Tileston Street #3M, Boston, Massachusetts 02113-1957; and **Igor Zlokarnik**, being a citizen of Germany, residing at 24 Emerson Street, Natick Massachusetts 01760and; are co-inventors of certain new and useful inventions and discoveries, for which an application for Letters Patent entitled "**Prosodic Mimic Method and Apparatus**," was filed with the United States Patent and Trademark Office on September 8, 2003, and assigned United States Patent Application Number 10/657,421; and

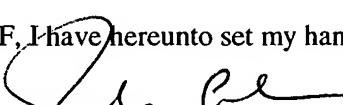
WHEREAS, **Voice Signal Technologies, Inc.**, a DELAWARE corporation, whose business address is 150 Presidential Way, Suite 310, Woburn Massachusetts 01801-1100, and which, together with its successors and assigns is hereinafter called "ASSIGNEE," is desirous of acquiring the title, rights, benefits, and privileges hereinafter recited;

NOW, THEREFORE, for and in consideration of good and valuable consideration furnished by ASSIGNEE to us, receipt and sufficiency of which we hereby acknowledge, we hereby, without reservations:

1. Assign, transfer, and convey to ASSIGNEE my entire right, title, and interest in and to said inventions and discoveries, said application for Letters Patent, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation, continuation-in-part, continued prosecution applications, and convention applications based in whole, or in part, upon said inventions or discoveries, or upon said applications, and any and all Letters Patents, reissues, and extensions of Letters Patent granted for said inventions and discoveries or upon said applications, and every priority right that is or may be predicated upon, or arise from, said inventions, said discoveries, said applications, and said Letters Patent;
2. Authorize ASSIGNEE to file patent applications in any or all countries on any or all of said inventions and discoveries in my name or in the name of ASSIGNEE or otherwise as ASSIGNEE may deem advisable, under International Conventions or otherwise;
3. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments throughout the world to issue or transfer all said Letters Patents to ASSIGNEE, as assignee of the entire right, title, and interest therein or otherwise as ASSIGNEE may direct;
4. Warrant that I have not knowingly conveyed to others any right in said inventions, discoveries, applications, or patents, or any license to use the same, or to make, use, or sell anything embodying or utilizing any of said inventions or discoveries; and that I have good right to assign the same to ASSIGNEE without encumbrance;
5. Bind my heirs, legal representatives, and assigns, as well as myself, to do, upon ASSIGNEE's request and at ASSIGNEE's expense, but without additional consideration to me or them,

all acts reasonably serving to assure that said inventions and discoveries, said patent applications, and said Letters Patents shall be held and enjoyed by ASSIGNEE as fully and entirely as the same could have been held and enjoyed by me, my heirs, legal representatives, and assigns if this Assignment had not been made; and particularly to execute and deliver to ASSIGNEE all lawful application documents including petitions, specifications, and oaths, and all assignments, disclaimers, and lawful affidavits in form and substance as may be requested by ASSIGNEE; and to communicate to ASSIGNEE all facts known to me relating to said inventions and discoveries or the history thereof, and to testify as to the same in any court or proceeding; and to furnish ASSIGNEE any and all documents, photographs, models, samples, and other physical exhibits in my control or in the control of my heirs, legal representatives, or assigns which may be useful for establishing the facts of my conceptions, disclosures, and reduction to practice of said inventions and discoveries.

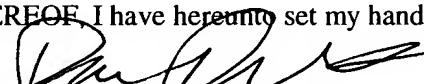
IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 22<sup>nd</sup> day of Dec,  
2003.

  
\_\_\_\_\_  
Jordan Cohen

The foregoing instrument was acknowledged before me this 22 day of DECEMBER, 2003  
by Jordan Cohen.

  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires: 5-1-2009

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 5<sup>th</sup> day of JANUARY,  
2004.

  
\_\_\_\_\_  
Daniel L. Roth

The foregoing instrument was acknowledged before me this 5 day of JANUARY, 2004  
by Daniel L. Roth.

  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires: 5-1-2009

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 2nd day of January,  
2004.

  
\_\_\_\_\_  
Igor Zlokarnik

The foregoing instrument was acknowledged before me this 2 day of JANUARY, 2004  
by Igor Zlokarnik.

  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires: 5-1-2009